

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

EQUAL EMPLOYMENT OPPORTUNITY §
COMMISSION and PAMELA §
CRAWFORD, §

Plaintiff and Plaintiff-Intervenor, §

v. §

ACCOR NORTH AMERICA, INC., §

Defendant. §
§

CIVIL ACTION NO. 3-08CV1726-P

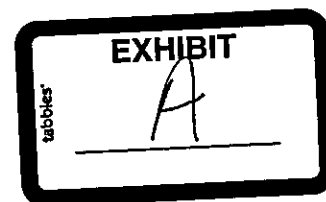
DECLARATION OF ALAN RABINOWITZ

I, Alan Rabinowitz, declare as follows:

1. My name is Alan Rabinowitz. I am of sound mind, over the age of 21, have never been convicted of a felony, and am fully authorized and competent to make this Declaration. The facts and statements contained in this Declaration are made on the basis of my personal knowledge, and are true and correct. If called to testify to said statements, I could and would testify competently thereto.

2. I am the Executive Vice President General Counsel & Secretary for Accor North America, Inc. ("Accor"). In this capacity, I am scheduled to attend a meeting in Paris, France, the headquarters of the Accor's French parent company, Accor S.A., which will cause me to be out of the country from Tuesday April 6th through Friday April 9th. I will attend with more than 100 other of Accor's senior managers and executives from around the world. These senior management meetings are intended for the senior management team of the Company to share and address matters of corporate significance. This particular worldwide meeting is of special

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significance as the parent company, Accor SA, is in the process of effectuating a de-merger of its two main worldwide businesses (Hotels and Services). The de-merger will impact all geographic regions and all businesses, including Accor North America, Inc.

3. The de-merger is a material and significant corporate event, and it was not known at the time of the Court's entry of the Scheduling Order in this case that this corporate transaction would take place.

4. My presence at the meeting is required by the Company as part of the responsibilities I hold as an Accor executive. I am required to be in these meetings. In addition to the intangible burden that would be placed on the company as a result of my absence from the meeting, Accor has also already purchased my non-refundable airfare for travel to Paris.

5. I anticipate that I will be a material fact witness at this trial, will be serving as the corporate representative for Accor, and I am expected to be called to testify by both parties. I was the highest-ranking member of Accor's management in the department in which Plaintiff-Intervenor Pamela Crawford worked, and I was the decision-maker with respect to her termination of employment, which I understand to be the fundamental factual event expected to be at issue at trial.

6. I am also the key decision-maker with respect to Accor's directions to its outside legal counsel with respect to trial strategy and settlement authority in this case. My duties with respect to my executive management obligations, and with respect to my role as a fact witness in this case, and as the decision-maker for Accor's trial team cannot be delegated to any other person, and they cannot all be performed simultaneously. I lack the authority and ability to postpone the meeting in Paris, France during the week of April 5, 2010.

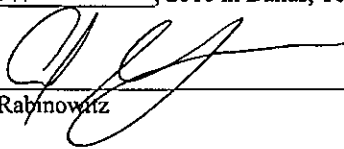
7. I am also aware that one of Accor's key fact witnesses, Dana Withers, is presently on a Family & Medical Leave of absence following the birth of her child. Ms. Withers will not be returning to work before April 12, 2010.

8. At the time this Court ordered the April 2010 trial setting in this case, the date of the Paris meeting was not known nor had the board of directors of Accor SA approved the de-merger.

9. I do not anticipate conflicts with my availability to attend a trial and to provide testimony during the first two weeks of June 2010.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed this 15th day of MARCH, 2010 in Dallas, Texas.



Alan Rabinowitz

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